

Tina L. Brozman (TB-0854)
Steven Wilamowsky (SW-9266)
BINGHAM McCUTCHEN LLP
399 Park Avenue
New York, NY 10022
Telephone: (212) 705-7000

Attorneys for the Plan Administrator

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x
	:
In re	: Chapter 11 Case
	: No. 05-60006 (RDD)
REFCO INC., <u>et al.</u> ,	: (Jointly Administered)
	:
Debtors.	:
	:
-----	x

COUNTER-DESIGNATION OF CONTENTS FOR RECORD ON
APPEAL AND RESPONSE TO STATEMENT OF ISSUES
PRESENTED ON APPEAL BY APPELLEE PLAN ADMINISTRATOR

Pursuant to Fed. R. Bankr. P. 8006, RJM, LLC, as Plan Administrator (the “Appellee”) of the Modified Joint Chapter 11 Plan of Refco, Inc. and Certain of Its Direct and Indirect Subsidiaries, on behalf of Refco F/X Associates, LLC (“FXA”), one of the debtors in the above-captioned chapter 11 cases (collectively, the “Debtors”), respectfully submits this counter-designation (the “Counter-Designation”) of items to be included in the record on appeal to the United States District Court for the Southern District of New York from:

(1) Order Disallowing Requests for Payment of Administrative Expense
Claims Related to Post-Petition Increases in FXA Client Account
Balances (Doc. No. 5047).

On May 8, 2007, Appellee received electronic notification via the Court’s
electronic document filing system of Mr. René Bilodeau’s Notice of Appeal dated April 30, 2007

regarding the order listed above (the “Appeal”).¹ See Case No. 05-60006 (RDD), Doc. No. 5166. On May 11, 2007, Appellee received electronic notification via the Court’s electronic document filing system of the Amended Notice of Appeal of Mr. David Bilodeau, 4218698 Canada Inc. / David Bilodeau, and 9016-2355 Québec Inc. / René Bilodeau (collectively, the “Appellants”) dated May 9, 2007.² See Doc. No. 5200. Subsequently, on May 14, 2007, the Appellee received electronic notification via the Court’s electronic document filing system of a document entitled “The Claimants Appeal Under 28 U.S.C. 158(a) or (b) from the Order of the Bankruptcy Judge, Honorable Robert D. Drain, to Disallow Our Requests for Payment of Administrative Claims Related to Post Petition Increase in Their FXA Client Account Balances dated May 14, 2007” designating certain items to be included in the record on the Appeal (the “Appellants’ Designation”). See Doc. No. 5232.

The Appellee respectfully submits this Counter-Designation in response to the Appellants’ Designation.

I. COUNTER -DESIGNATION OF DOCUMENTS
TO BE INCLUDED IN THE RECORD ON APPEAL

The Appellee submits the following items from the bankruptcy case docket (Case No. 05-60006 (RDD)) for inclusion in the record on appeal:³

1. Findings of Facts, Conclusions of Law, and Order Confirming the Modified Joint Chapter 11 Plan of Refco Inc. and Certain of Its Direct and Indirect Subsidiaries dated and entered on December 15, 2006. (Doc. No. 3971).

¹ Please note that the Notice of Appeal (Doc. No. 5166) lists as appellants/plaintiffs Carmen Olivetti, Mark Resnick, René Bilodeau and Paul Palley but was signed only by Mr. Mark Resnick. Each of Mr. Resnick and Mr. Palley has filed his own separate appeal (Doc. Nos. 5132 and 5110, respectively) of the above-listed order.

² The Amended Notice of Appeal (Doc. No. 5200) by its terms “replaces the previous one made for the following group: René Bilodeau, Paul Palley, Mark Resnick & Carmen Olivetti”.

³ Each of the documents designated herein to be included in the record on appeal includes all exhibits, schedules and other attachments related to such documents.

2. Stipulation and Order Supplementing Confirmation Order dated and entered on December 19, 2006. (Doc. No. 4000).
3. Modified Joint Chapter 11 Plan Of Refco Inc. And Certain Of Its Direct And Indirect Subsidiaries dated December 14, 2006 and entered on December 26, 2006. (Doc. No. 4088).
4. Notice of (A) Entry of Order Confirming the Modified Joint Plan of Reorganization of Refco, Inc. and Its Direct and Indirect Subsidiaries, (B) Occurrence of Effective Date, and (C) Bar Date for Filing Claims dated and entered on December 26, 2006. (Doc. No. 4092).
5. Omnibus Objection to Requests for Payment of Administrative Expense Claims Related to Post-Petition Increases in FXA Client Account Balances. (Doc. No. 4390).
6. Notice of Filing of Revised Exhibit B to Plan Administrator's Omnibus Objection to Requests for Payment of Administrative Expense Claims Related to Post-Petition Increases in FXA Client Account Balances. (Doc. No. 4412).
7. Plan Administrator's Reply to Responses to Omnibus Objection to Requests for Payment of Administrative Expense Claims Related to Post-petition Increases in FXA Client Account Balances. (Doc. No. 4876).
8. Order Disallowing Requests for Payment of Administrative Expense Claims Related to Post-petition Increases in FXA Client Account Balances. (Doc. No. 5047).
9. Transcript of Hearing Held on April 11, 2007. (Doc. No. 5153).
10. Notice of Appeal dated April 30, 2007 and entered on May 8, 2007. (Doc. No. 5166).
11. Amended Notice of Appeal dated May 9, 2007 and entered on May 11,

2007. (Doc. No. 5200).

II. COUNTER-STATEMENT OF ISSUES ON APPEAL

12. The Appellee disagrees with and/or does not understand the Appellants' Statement of the Issues contained in Appellants' Designation. In accordance with Fed. R. Bankr. P. 8010(a)(2), the Appellee intends to present its counter-statement of issues in its appellee brief.

III. RESERVATION OF RIGHTS

13. The Appellee reserves the right to supplement, amend or modify this Counter-Designation to the extent the Appellants file an amended or modified Appellants' Designation from the version entered on the case docket on May 14, 2007.

Dated: New York, New York
May 21, 2007

BINGHAM McCUTCHEN LLP

By: s/ Steven Wilamowsky
Tina L. Brozman (TB -0854)
Steven Wilamowsky (SW-9266)
399 Park Avenue
New York, NY 10022
(212) 705-7000

Attorneys for the Plan Administrator